

BEFORE
THE PUBLIC SERVICE COMMISSION OF
SOUTH CAROLINA
DOCKET NO. 2008-445-WS - ORDER NO. 2009-
FEBRUARY __, 2009

IN RE:

Application of Mark S. Wrigley for)	ORDER APPROVING TRANSFER
Approval of the Sale of a Portion of)	AND SALE AND RELEASE OF
the Assets of Wyboo Plantation)	ESCROW
<u>Utilities, Inc., to Clarendon County</u>)	

This matter comes before the Public Service Commission of South Carolina (hereinafter the “Commission”) on the proposed Request for Relief from Requirement for Escrow and Request for Final Approval of the Sale of a Portion of the Assets of Wyboo Plantation Utilities, Inc. (“Wyboo”) to Clarendon County.

This matter was initiated on December 10, 2008 when Wyboo filed with this Commission an Application for the Approval of the Sale of Assets. By its Application, the Company sought Commission approval of the sale and transfer of the ownership of only that portion of the Water and Sewer Utility known as Wyboo Plantation Utilities, Inc., that serves Wyboo Plantation Subdivision, Mill Creek Subdivision, Deercreek Subdivision, Creekside Subdivision, White Oak Landing Subdivision, White Oak Point Subdivision, Club Way Commons Subdivision, The Villas Condominiums and Players Course Drive, in Clarendon County (hereinafter, “the Affected Areas”). The transfer and sale specifically included infrastructure and all assets and income and ownership without limitation, and all customers and rights, operating authority and *indicia* of ownership as broadly as those terms may be defined, directly related to that portion of the Utility serving the Affected Areas in Clarendon County.

Our review of the Application shows present certificate holder, Mark S. Wrigley, has agreed to sell and transfer and purchaser, The County of Clarendon, a body politic, (hereinafter, "Clarendon County") has agreed to buy, only the above described assets, including but not limited to, all easements and all rights and privileges contained therein and operating authority of the Utility attendant to the Affected Areas of the Utility described hereinabove and as is more fully set forth hereinabove and memorialized in the, "Agreement to Buy and Sell Real Estate", with Exhibit "A" thereto, dated November 20, 2008, attached to the Application as an Exhibit. Our further review discloses that the transfer and sale contemplated, after regulatory approvals, will be a final transfer and sale of only that portion of the Utility specified hereinabove to Clarendon County and Clarendon County as owner of the denominated portion of the Utility, assumes all liability attendant to that ownership and operation of only that portion of the Utility, specified hereinabove. Also that, the Agreement of the parties did not create a joint venture by the parties, but called for a final transfer and final sale of those assets specified, directly related to utility service provided to the Affected Areas in Clarendon County, South Carolina. The proposed sale is subject to the terms and conditions of all permits issued by the South Carolina Department of Health and Environmental Control (hereinafter, "SCDHEC"), and all applicable consent orders. The Application stated that a representative of SCDHEC was served with a copy of the Application and Exhibits.

By letter dated December 19, 2008, the Commission's Docketing Department instructed Wyboo to publish a prepared Notice of Filing, one time, in newspapers of general circulation in the area affected by Wyboo's Application. The Notice of Filing described the nature of the Application and advised all interested persons desiring to participate in the scheduled proceedings of the manner and time in which to file appropriate pleadings for inclusion as a party of record. In the same letter, the Commission also instructed Wyboo to notify directly, by U. S. Mail, each customer affected by the

Application by mailing each customer a copy of the Notice of Filing. Wyboo furnished the Commission with an Affidavit of Publication demonstrating that the Notice of Filing had been duly published in a newspaper of general circulation in the area affected by Wyboo's Application. The Company also provided the Commission with a letter in which Wyboo certified that it had complied with the instruction of the Commission's Docketing Department to mail a copy of the Notice of Filing to all customers affected by the Application.

Wyboo was represented by Richard L. Whitt, Esquire. The Office of Regulatory Staff (hereinafter, "ORS"), was represented by Nanette S. Edwards, Esquire. Correspondence indicating no opposition to the relief sought in the Application and supporting the sale was received from Attorney Edwards on ORS' behalf, on February 6, 2009 and filed in this Docket. Correspondence in support of the Application was received from Attorney Epperson on behalf of Clarendon County Council, on February 6, 2009 and filed in this Docket.

No Petitions to Intervene were filed in this case in response to the Notice of Filing. Pursuant to S.C. Code Ann. Section 58-4-10(B) (Supp. 2007), ORS is a party of record in this proceeding. Further, ORS and Wyboo are the only parties of record in the above-captioned docket. A letter of protest was received from James L. Walsh, but Mr. Walsh later notified this Commission that he had reached a settlement with Wyboo, and he withdrew his participation from this Docket and Docket No. 2006-327-WS, by correspondence dated February 6, 2009 and filed in this Docket.

Wyboo's Application requested expedited approval of the relief sought in their Application, and Wyboo requested that the Commission not require a formal hearing unless substantial opposition arose. Because no such opposition was present, this matter was decided at the weekly agenda meeting of this Commission on February 11, 2009.

CONTINGENCY

At its February 11, 2009 weekly agenda meeting, the Commission voted to approve the relief sought but included a requirement that Docket No. 2006-327-WS be resolved. That Docket was resolved on February 11, 2009 and that contingency is now satisfied.

DOCKET NO. 2006-327-WS

Docket No. 2006-327-WS is a related docket to this Docket. That Docket was resolved on February 11, 2009. The Settlement Agreement in that Docket contained a protocol for disbursement of funds, ordered escrowed under Order No. 2008-852, issued in this Docket.

IT IS THEREFORE ORDERED THAT:

1. The relief sought in the Application herein is hereby granted; and
2. Based on the settlement of Docket No. 2006-327-WS, the escrow required by Order No. 2008-852 is now satisfied and the escrowed funds may now be released in compliance with the protocol of the settlement of record in Docket No. 2006-327-WS.

This Order shall remain in full force and effect until further order of this Commission.

BY ORDER OF THE COMMISSION:

Elizabeth B. Fleming, Chairman

ATTEST:

John E. Howard, Vice-Chairman
(SEAL)